82) typed of Printed Name of Party Authorized			
First Name:	M;	Last Name:	Suffix
Paul	H.	Kuzia	
83) Title:			
Executive Vice President, Te	chnology a	und Regulatory Affairs	
Signature:			84) Date:
Cal Solar			DEC 1 0 1999
WILLFUL FALSE STATEMENTS MADE ON THIS FORM TITLE 18, Section 1001) AND/OR REVOCATION OF ANY AND/OR FORFEITURE (U.S. Code, Title 47, Section 50	STATION LICENSE		

# Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
WPMW213					
					<u> </u>
					<del> </del>
					<u> </u>

7

·

# FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

	AA - Assignment of Authorization FC - Transfer of Control	AM - Amendment WD - Withdrawal		NT - I	Required N Request for	otification (for C Extension of Ti	onsummation of A me (to Consumma	ssignment o te Assignm	or Trans ent or T	fer) ransfe	er)
2a)	If this request is for an Amendment on file with the FCC.	or Withdrawal, enter th	e File I	Vumber	of the pend	ling application	currently	File N	lumber:		
2b)	File numbers of related pending ap	olications currently on fil	e with	the FCC	):						
ype	of Transaction										
3a)	Is this a pro forma assignment of a	uthorization or transfer of	f contr	ol?					(N	<u>)Y</u> es	<u>N</u> o
3b)	If the answer to Item 3a is 'yes', is t Commission's forbearance procedu				ction being	filed under the			(	<u>)Y</u> es	<u>N</u> o
4)	For assignments of authorization or	nly, is this a partition and	or dis	aggrega	tion?				(	<u>)Y</u> es	<u>N</u> o
5)	Does this filing request a waiver of	the Commission's rules?	,						( Y	<u>)Y</u> es	<u>N</u> o
6)	Are attachments being filed with this	s application?							( Y	) <u>Y</u> es	<u>N</u> o
7a)	Does the transaction that is the sub licenses held by the assignor/transf or commonly controlled entities) that	eror or affiliates of the a	ssigno	r/transfe	eror (e.g., p	arents, subsidia	ries,		(Y	) <u>Y</u> es	<u>N</u> o
7b)	Does the transaction that is the sub non-wireless licenses that are not in						ed?		( Y	) <u>Y</u> es	<u>N</u> o
ans	action Information								-		
8)	How will the assignment of authoriz	ation or transfer of contr	ol be a	ccompli	shed? Sele	ect One: (S)					
	Sale or other assignment or transfer	of stock		<u>C</u> ourt C	Order						
	Other (voting trust agreement, mana	agement contract, etc.):					<del></del>		·· <u>·</u>		
	If required by applicable rule, attach agreements, instruments, certified of			ow cont	rol is to be	assigned or trar	sferred, along with	copies of a	ny perti	nent c	ontract
9)	The assignment of authorization or t	ransfer of control of lice	nse is:					( V ) <u>v</u> c	oluntary	<u>I</u> nvo	luntary
cen	see/Assignor Information										
0a)	Taxpaver Identification Number:						10b) SGIN:				
1)	First Name (if individual):			MI:	Last Nan	ne:					Suffix
	Entity Name (if not an individual): ging Network of Lo	s Angeles,	Inc	•							
	Attention To:										
	na Comer, Licensi	ng Manager	1 32								
4)	P.O. Box	And /Or			Address: Quoru	ım Drive	, Suite 6	00			
	City: .las					17) State: TX		Zip: 240			
	Telephone Number:				20) FA	X:		· · · · · · · · ·			

Race:	American Indian or Alaska Native:	Asian:				k or Africa erican:		ative Hawaiiar acific Islander		White	:
Ethnicity:	Hispanic or Latino:	Not Hisp Latino:	anic or								
Gender:	Female:	Male:									
ransferor l	Information (for transfers	s of control o	nly)		_						
23a) Taxpay	er Identification Number:							23b) SGI	N		
								ļ			
24) First Na	ame (if individual):				MI:	Last Na	me:				Suffix
25) Entity N	lame (if other than individual):		···			<u> </u>					
Shareh	olders of Pagin	ng Netwo	ork,	Inc	•						
26) P.O. Bo	ox:		And	27)	Street	Address:					
			/Or	149	911	Quoru	m Drive,	, Suite	600		
28) City:							29) State:		30) Zip:		
Dallas							TX		75240		
31) Telepho	one Number:					32) FAX	:				
(972) 8	801-0304					(972)	801-03	30			
33) E-Mail /	Address:										
donna_c	comer@pagenet.c	com									
lame of Tra	Insferor Contact Repres	entative (if o	other th	an Tra	nsfero	r) (for tra	nsfers of con	trol only)			
34) First Na					MI:	Last Nar					Suffix
Paul					G.	Mads:	ion				Esq
35) Compar	ny Name:					L	<del></del>	·			
Kelley	Drye & Warren,	LLP									
36) P.O. Bo	X:		And	37)	Street	Address:			<del></del>		<del></del>
			/Or	120	0 1	9th St	treet, N	I.W., S	uite 50	0	
38) City:				L			39) State:		40) Zip:		
Washing	gton						DC		20036		
41) Telepho						42) FAX	:		<del>l</del>		
(202) 9	955-9779					(202)	955-97	92			
43) E-Mail A	Address:										
pmadisc	on@kelleydrye.d	com									
ssianoo/Tr	ansferee Information					*					
	e is a(n): ( <sup>C</sup> ) Individu Corpor		imited L				<u>T</u> rust <u>P</u> artnership		nment Entity	<u>J</u> oin	t Venture
45a) Taxpave	er Identification Number:				•			45b) SGIN		<del></del>	
					·						l o #
l6) First Na	me (if individual):				MI:	Last Nar	ne:				Suffix:
	ame (if other than individual):			L		·					
Shareho	olders of Arch	Communi	cati	ons	Gro	up, I	nc.				
18) Name o	f Real Party in Interest:	<del></del>						49) TIN			
N/A								N/A			
0) Attention	n To:										
Paul H.	Kuzia										

51) P.O. Box	And	1 '	eet Address		<b></b>	
311358569	/Or	1800	West	Park Drive		
53) City:				54) State:	55)	•
Westborough			<del></del>	MA	015	81
56) Telephone Number:			57) FA			
(508) 870-6700			(508	898-1953		
58) E-Mail Address:						
ż.						
Name of Assignee/Transferee Contact Repre	esentative	(if other t	han Assig	nee/Transferee)		
59) First Name:		М	II: Last N	Name:		Suffix:
Kathryn		A.	. Zac	hem		Esq.
60) Company Name:						
Wilkinson Barker Knauer, I	LLP					
61) P.O. Box:	And	62) Stre	et Address:	<u> </u>		
	/Or	2300	N Str	eet, N.W.,	Suite 70	00
63) City:		<u> </u>		64) State:	65)	Zip:
Washington				DC	2003	37-1128
66) Telephone Number:			67) FA	<u> </u>		
(202) 783-4141			(202		I	
68) E-Mail Address:			T ,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	-	
kzachem@wbklaw.com						
Altra Oromanakia Oromatiana						
Alien Ownership Questions						
69) Is the Assignee or Transferee a foreign governme	nt or the repr	esentative c	of any foreig	n government?		( <sup>N</sup> )Yes No
70) Is the Assignee or Transferee an alien or the repre	esentative of	an alien?				( <sup>N</sup> ) <u>Y</u> es <u>N</u> o
71) Is the Assignee or Transferee a corporation organ	ized under th	ne laws of ar	ny foreign go	overnment?		( <sup>N</sup> ) <u>Y</u> es <u>N</u> o
72) Is the Assignee or Transferee a corporation of whi						
by aliens or their representatives or by a foreign go under the laws of a foreign country?	overnment or	representat	ive thereof of	or by any corporation	organized	( <sup>N</sup> ) <u>Y</u> es <u>N</u> o
under the laws of a foleight country:						( )Te9 Ifin
73) Is the Assignee or Transferee directly or indirectly						
the capital stock is owned of record or voted by ali thereof, or by any corporation organized under the	laws of a for	reign country	y?		epresentative	(N) <u>Y</u> es <u>N</u> o
If 'Yes', attach exhibit explaining nature and extent				irol.		
					<u>,</u>	
Basic Qualification Questions						
74) Has the Assignee or Transferee or any party to thi	in application	had any EC	°C station a	thorization licenses	- construction	
permit revoked or had any application for an initial,						••
permit denied by the Commission?				-	•	( $^{ m N}$ )Yes $_{ m N}$ o
If 'Yes', attach exhibit explaining circumstances.						
75) Has the Assignee or Transferee or any party to thi	s application	, or any part	y directly or	indirectly controlling	the Assignee or	M was No
Transferee, or any party to this application ever be If 'Yes', attach exhibit explaining circumstances.	en convicted	of a felony r	by any state	or federal court?		(N) <u>Y</u> es <u>N</u> o
76) Has any court finally adjudged the Assignee or Tra						
Transferee guilty of unlawfully monopolizing or atte indirectly, through control of manufacture or sale o						
or unfair methods of competition?	Tradio appa.,	alus, exerce.	IVO Danio C.	rangemony or any	io moone	( <sup>N</sup> ) <u>Y</u> es <u>N</u> o
If 'Yes', attach exhibit explaining circumstances.						
77) Is the Assignee or Transferee, or any party directly	y or indirectly	controlling t	the Assigne	e or Transferee curre	ently a party	XT
in any pending matter referred to in the preceding						$(^{\mathrm{N}})\underline{Y}es$ $\underline{N}o$
If 'Yes', attach exhibit explaining circumstances.						

## 78) Race, Ethnicity, and Gender of Assignee/Transferee (Optional):

Race:	American Indian or Alaska Native:	Asian:	Black or African- American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

#### Assignor/Transferor Certification Statements

	ignor, nandicion continuation otto continuation				
1)	The Assignor or Transferor certifies either (1) that the authorization will n Communications Commission has been given, or (2) that prior Commiss procedures for pro forme assignments and transfers by telecommunication	ion canse	ent is not required because the transaction is subject to	streamlined	notification
2)	The Assignor or Transferor certifies that all statements made in this application, and are true, complete, correct, and made in good		nd in the exhibits, attachments, or documents incorporate	ed by refere	nce are material, are
79)	Typed or Printed Name of Party Authorized to Sign				
Firs	t Name:	MI:	Last Name:		Suffix:
Da	vid	P.	Gamble		
	Title: - ce President, External Affairs				
Sign	ature: Vand Alabe			81) Da	

#### Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifles either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee walves any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*
  - \* If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment,
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignoe or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 882, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1 2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

First Name:

Paul

Bay Typed or Printed Name of Party Authorized to Sign

Mi: Last Name:

Suffix:

Paul

Bay Title:

Executive Vice President, Technology and Regulatory Affairs

Signature:

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)),

AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

# **Authorizations To Be Assigned or Transferred**

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
WNIX550					
WNJA871					
WNJA875					
WNJA876					
WPCS837					
WPGD821					
					·
					<del>                                     </del>
					<del> </del>
			<del></del>		
					<u> </u>
				<u> </u>	

# FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

,	/i - Amendment D - Withdrawal					signment or Transfer e Assignment or Tran	
2a) If this request is for an Amendment or W on file with the FCC.	ithdrawal, enter the l	File Number	of the pend	ing application o	currently	File Number:	
2b) File numbers of related pending applicati	ons currently on file	with the FC	): 				
ype of Transaction							
3a) Is this a pro forma assignment of authori	zation or transfer of	control?				( N ) <u>Y</u>	es <u>N</u> o
3b) If the answer to Item 3a is 'yes', is this a Commission's forbearance procedures for				filed under the		( )Y	es <u>N</u> o
4) For assignments of authorization only, is	this a partition and/o	r disaggrega	ition?			( <u>)Y</u>	es <u>N</u> o
5) Does this filing request a waiver of the Co	ommission's rules?					( <sup>Y</sup> ) <u>Y</u>	es <u>N</u> o
6) Are attachments being filed with this app	lication?					( Y ) <u>Y</u>	es <u>N</u> o
7a) Does the transaction that is the subject of licenses held by the assignor/transferor of or commonly controlled entities) that are	or affiliates of the ass	ignor/transfe	eror (e.g., pa	arents, subsidiar	ies,	( Y ) <u>Y</u> (	es <u>N</u> o
b) Does the transaction that is the subject on non-wireless licenses that are not include					d?	( <sup>Y</sup> ) <u>Y</u>	es <u>N</u> o
ansaction Information							
How will the assignment of authorization	or transfer of control	be accompli	shed? Sele	ct One: (S)			
Sale or other assignment or transfer of st	ock	<u>C</u> ourt (	Order				
Other (voting trust agreement, management	ent contract, etc.):						
If required by applicable rule, attach as ar agreements, instruments, certified copies			rol is to be a	assigned or trans	sferred, along with	copies of any pertine	nt contracts
The assignment of authorization or transf	er of control of licens	e is:				( <sup>V</sup> ) <u>V</u> oluntary <u>I</u> ı	nvoluntary
censee/Assignor Information							W 10.2
Da) Taxpayer Identification Number:					10b) SGIN:		
First Name (if individual):		MI:	Last Nam	ne:	<u> </u>		Suffix
2) Entity Name (if not an individual): aging Network of Massa	achusetts,	Inc.					
Attention To: Onna Comer, Licensing	Manager						
P.O. Box:	And	15) Stree		m Dritto	Suite 60	20	
	/Or	14711	Quoru	17) State:		Zip:	
o) City: allas				TX		240	
		<u>.</u>	20) FA	TX x:	752		

22) Race,	Ethnicity, and G	Sender of As	ssignor/L	icense	e (Opt	ional	):					
Race:	American Indian Native:	or Alaska	Asian:				k or Africa erican:	Դ-	Native Hawaiia Pacific Islande		White	
Ethnicity:	Hispanic or Latin	o:	Not Hispa Latino:	anic or								
Gender:	Female:		Male:									
Transferor i	Information (for	transfers of	control or	ılv)								
	er Identification Nur			,,					23b) SG	IN		<del></del> -
24) First N	ame (if individual):					MI:	Last Na	me:				Suffix:
25) Entity N	lame (if other than i	ndividual):	<del>- '</del>		L.		1					l
Shareh	olders of	Paging	Netwo	rk,	Inc							
26) P.O. Bo	DX:			And	27)	Street	Address:					
				/Or	149	11	Quoru	m Driv	e, Suite	600		
28) City:				<u> </u>	<u> </u>		I	29) State	•	30) Zip:		
Dallas								TX		75240		
31) Telepho	one Number:					1	32) FAX	:		L		
(972) 8	301-0304						(972)	801-0	0330			
33) E-Mail <i>i</i>	Address:		<del></del>			<u>'</u>						
donna_d	comer@page	enet.com	n									
lame of Tra	Insferor Contac	t Renresent	ativa (if o	ther th	an Trai	nefero	r) (for tra	nefere of a	ontrol only)			
34) First Na				1101 111	1	MI:	Last Na		- Control Only)			Suffix:
Paul						G.	Mads	• •				Esq.
35) Compar	ny Name:					<del></del> -	1					204.
	Drye & Wa	rren, I	LP									
36) P.O. Bo				And	37)	Street	Address:					
				And /Or	120	0 1	9th Si	reet,	N.W., S	uite 50	0	
38) City:				<u> </u>	J			39) State		40) Zip:		
Washing	gton							DC		20036		
	ne Number:		· · · · · ·			T	42) FAX	:		<u> </u>		
(202) 9	955-9779						(202)	955-9	9792			
43) E-Mail A	Address:											
pmadisc	on@kelleyd	lrye.com	า									
esianoo/Tr	ansferee Inform	ation										
	e is a(n): ( <sup>C</sup> )	Individual Corporation			orated A			<u>T</u> rust <u>P</u> artners	-	rnment Entity ortium	<b>J</b> oin	t Venture
45a) Taxpaye	er Identification Num	nber:							45b) SGII	N		
46) First Na	me (if individual):		<u> </u>	<u></u>		MI:	Last Nan	ne:				Suffix:
										····		
_	ame (if other than in	-					<del></del>					
	olders of		mmuni	cati	ons.	Gro	up, I	nc.				
	f Real Party in Inter-	est:							49) TIN		-	
N/A 									N/A			
io) Attention			-									
Paul H.	Kuzia											

51) P.O. Box:	And	1 '		t Address:					
	/Or	180	00 V	Nest 1	Park Drive	, Sui	te 250		
53) City:					54) State:		55) Zip:		
Westborough					MA		01581		
56) Telephone Number:				57) FAX	X:				
(508) 870-6700			Į	(508)	) 898-1953				
58) E-Mail Address:									
Name of Assignee/Transferee Contact F	Representative	(if oth	ner tha	an Assigr	nee/Transferee)				
59) First Name:			MI:	Last N	ame:				Suffix:
Kathryn			A.	Zacl	nem			F	Esq.
60) Company Name:			<u></u>	1					
Wilkinson Barker Knauer	, LLP								
61) P.O. Box:	And	62)	Street	Address:					
	/Or	230	70 N	√ Str∈	eet, N.W.,	Suit	e 700		
63) City:					64) State:	T	65) Zip:		
Washington					DC		20037-1	128	
66) Telephone Number:				67) FA	X:				
(202) 783-4141				(202	) 783-5851				
68) E-Mail Address:									
kzachem@wbklaw.com									
Alien Ownership Questions									
69) Is the Assignee or Transferee a foreign gove	rnment or the rep	resenta	itive of	any foreigr	n government?			( N ) <u>Y</u> e	s <u>N</u> o
70) Is the Assignee or Transferee an alien or the	representative of	an alie	n?					( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
71) Is the Assignee or Transferee a corporation of	organized under the	ne laws	of any	foreign go	wernment?			( <sup>N</sup> ) <u>Y</u> e:	s <u>N</u> o
72) Is the Assignee or Transferee a corporation of by aliens or their representatives or by a fore under the laws of a foreign country?	of which more that ign government or	n one-fi r repres	ifth of the	he capital s e thereof o	stock is owned of rec or by any corporation	ord or vo	led	( <sup>N</sup> ) <u>Y</u> e≈	s <u>N</u> o
73) Is the Assignee or Transferee directly or indicate the capital stock is owned of record or voted thereof, or by any corporation organized under If 'Yes', attach exhibit explaining nature and explaining the stock of the sto	by aliens, their reper the laws of a for	presenta reign co	atives, ountry?	or by a for	eign government or re			( <sup>N</sup> ) <u>Y</u> es	s <u>N</u> o
Basic Qualification Questions									
74) Has the Assignee or Transferee or any party permit revoked or had any application for an i permit denied by the Commission?								( <sup>N</sup> ) <u>Y</u> es	s No

74)	Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?  If 'Yes', attach exhibit explaining circumstances.	( <sup>N</sup> ) <u>Y</u> es	<u>N</u> o
75)	Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	( N <u>)Y</u> es	<u>N</u> o
76)	Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?  If 'Yes', attach exhibit explaining circumstances.	( <sup>N</sup> ) <u>Y</u> es	<u>N</u> o
77)	Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items?  If 'Yes', attach exhibit explaining circumstances.	( <sup>N</sup> ) <u>Y</u> es	<u>N</u> o

### 78) Race, Ethnicity, and Gender of Assignee/Transferee (Optional):

Race:	American Indian or Alaska Native:	Asian:	Black or African- American:	Native Hawailan or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latinox	Not Hispanic or Latino:			
Gender:	Female:	Male:			

## Assignor/Transferor Certification Statements

Communications Commission has	The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forms assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Red. 5293 (1998).								
	es that all statements made in this app e, complete, correct, and made in goo		nd in the exhibits, attachments, or do	ocuments incorporated by refere	ence are material, are				
79) Typed or Printed Name of Part	y Authorized to Sign								
First Name:		MI:	Last Name:	T	Suffix:				
David		P.	Gamble						
80) Tite: - Vice President, E	xternal Affairs								
Signature:  ( Wind /	1 Samble			B1) DEC	ate: 1 0 1999				

#### Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee walvas any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by Ilcense or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifles that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*
  - \* If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- The Assignos or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 882, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant cartifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filting an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

(2) Typed or Printed Name of Party  First Name:	Authorized to Sign	Last Name:	Suffix:
i astivano.	,		Guille
Paul	H.	Kuzia	
3) Title:			
Executive Vice Presid	ent, Technology	and Regulatory A	ffairs
ignature:			84) Date:
Tul St.	Luca		<b>DEC 1</b> 0 1999
			FINE AND/OR IMPRISONMENT (U.S. Co IT (U.S. Code, Title 47, Section 312(a)(1)),
AND/OR FORFEITURE (U.S. Code, Title	47, Section 503).		

# Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
WPHD941					
		A 1997			
			- Annual of Page		
			:		
* 12					
					<u> </u>

donna\_comer@pagenet.com

# FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

	A - Assignment of Authorization C - Transfer of Control	AM - Amendme WD - Withdraw						f Assignment or 1 mate Assignmen		
2a)	If this request is for an Amendmen on file with the FCC.	t or Withdrawal, en	ter the File	Number	of the pendir	ng application o	currently	File Nur	nber:	
2b)	File numbers of related pending ap	plications currently	on file with	the FC0	):					
/pe	of Transaction									
3a)	Is this a pro forma assignment of a	uthorization or tran	sfer of con	trol?					( N )Ye	s <u>N</u> o
3b)	If the answer to Item 3a is 'yes', is Commission's forbearance proced				ction being fil	ed under the			( <u>)Y</u> €	es <u>N</u> o
4)	For assignments of authorization only, is this a partition and/or disaggregation?  ( )Yes ]								s <u>N</u> o	
5)	Does this filing request a waiver of	the Commission's	rules?						( <sup>Y</sup> ) <u>Y</u> ∈	s <u>N</u> o
6)	Are attachments being filed with the	is application?							(Y) <u>Y</u> e	s <u>N</u> o
7a)	Does the transaction that is the sub- licenses held by the assignor/trans or commonly controlled entities) that	feror or affiliates of	the assign	or/transfe	eror (e.g., par	ents, subsidiai	ies,		(Y) <u>Y</u> e	s <u>N</u> o
7b)	Does the transaction that is the sub non-wireless licenses that are not in						ed?		( <sup>Y</sup> ) <u>Y</u> e	s <u>N</u> o
ans	action Information									
3)	How will the assignment of authoriz	ation or transfer of	control be	accompli	ished? Selec	tOne: (S)				•••
	Sale or other assignment or transfe	er of stock		<u>C</u> ourt (	Order					
	Other (voting trust agreement, man	agement contract, o	etc.):		· · · · · · · · · · · · · · · · · · ·				<del></del> -	
	If required by applicable rule, attach agreements, instruments, certified			how cont	rol is to be as	ssigned or tran	sferred, along v	vith copies of any	pertinen	t contract
9)	The assignment of authorization or	transfer of control	of license is	s:				( <sup>V</sup> ) <u>V</u> olu	ntary <u>I</u> r	voluntary
cen	see/Assignor Information									
0a)	Taxpayer Identification Number:						10b) SGIN	:		
1)	First Name (if individual):			MI:	Last Name	<b>:</b>				Suffi
Pag	Entity Name (if not an individual): ing Network of Mi	ichigan, 1	Inc.							
	Attention To: ina Comer, Licensi	ing Manage	er							
<b>4</b> )	P.O. Box;				t Address: Quorur	n Drive	, Suite	600		
	City: las					17) State: TX		18) Zip: 75240		
	Telephone Number:									

Race:	American Indian or Alas Native:	ka Asian:			i	k or Africa erican:	l l	ative Hawaiiar acific Islander		White:	
Ethnicity:	Hispanic or Latino:	Not His Latino:	panic or					- « · · · · ·			
Gender:	Female:	Male:									
ransfaror	Information (for transf	fers of control (	anly)		J						
	er Identification Number:	- Control	<del></del>	<del></del>				23b) SGI	N		
24) First N	ame (if individual):				MI:	Last Na	ime:			Suff	
25) Entity N	lame (if other than individu	al):					·	<del></del>		J	
Shareh	olders of Pag	ing Netw	ork,	Inc	•			_			
26) P.O. Bo	ox:		And	1 '		Address:					
	4.000		/Or	149	11	Quoru	m Drive	, Suite			
28) City:							29) State:		30) Zip:		
Dallas			····		1	00) 54	TX		75240		
(070)						32) FAX		2.0			
(9/2) ( 3) E-Mail	301-0304					(9/2)	801-03	30			
•	comer@pagenet	COM									
	Comerapagenec						***		<u> </u>		
	Insferor Contact Rep	resentative (if	other th	an Trai	nsfero	r) (for tra	insfers of con	trol only)		<u>.</u>	
(4) First Na	ame:				MI:	Last Na				Suffi	
Paul					G.	Mads	ion			Esc	
55) Compa	•										
	Drye & Warre	n, LLP	1								
6) P.O. Bo	X:		And	1		Address:		7 T-7 C		^	
O) Cita			/Or	120	0 1	etn S	treet, N	1.W., S		U	
88) City: Washing	rt on						DC State.		40) Zip: 20036		
	ne Number:					42) FAX			20036	<u></u>	
	955-9779					(202)		92			
3) E-Mail A						(202)		<u>-</u>			
•	on@kelleydrye	COM									
									<u></u>		
	ansferee Information										
			<u>U</u> nincorpo <u>L</u> imited Li				<u>T</u> rust <u>P</u> artnership	C <u>o</u> nso		<u>J</u> oint Ventu	
5a) Taxpaye	er Identification Number:							45b) SGIN	1		
C) First No.	and (if in dividual).				141.	I and Allan				C. #5	
6) First Na	me (if individual):				MI:	Last Na	ne:			Suffix	
	ame (if other than individua	•									
	olders of Arc	h Commun:	icati	ons	Gro	up, I	nc.				
	f Real Party in Interest:							49) TIN			
A\r								N/A			
i0) Attention											
Paul H.	Kuzia										

51)	P.O. Box:	T	52)	Street	Address:		·····			
"		And /Or	i '			Park Drive,	, Su	ite 250		
53)	City:	<u> </u>	<u> </u>			54) State:		55) Zip:		
1	estborough					MA		01581		
	Telephone Number:				57) FAX	<u>.                                    </u>		.1		
I	508) 870-6700				(508)	898-1953				
58)	E-Mail Address:						_			
L										
Nan	ne of Assignee/Ţransferee Contact Represer	ntative	(if oth	er tha	ın Assian	ee/Transferee)				
	First Name:		<u>`                                      </u>	MI:	Last N				T	Suffix:
1	ithryn			Α.	Zach					Esq.
	Company Name:			L	<u> </u>		_			
	lkinson Barker Knauer, LLP									
	P.O. Box:		62)	Street	Address:					
.,		And /Or	1 1			et, N.W.,	Suit	te 700		
63)	City:					64) State:		65) Zip:		
1 ′	shington					DC		20037-1	128	
	Telephone Number:				67) FA			20057 1.		
í í	202) 783-4141									
	202) 783-4141 (202) 783-5851 3) E-Mail Address:									
) ^	achem@wbklaw.com									
K2	achemewbkiaw.com				<del></del> -					
Allei	n Ownership Questions									
69)	Is the Assignee or Transferee a foreign government or	the repr	esentati	ive of a	any foreign	government?			( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
70)	Is the Assignee or Transferee an alien or the represent	ative of	an alien	?					( <sup>N</sup> )Ye	s <u>N</u> o
71)	Is the Assignee or Transferee a corporation organized	under th	e laws o	of any	foreign go	vernment?			( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
72)	Is the Assignee or Transferee a corporation of which m by aliens or their representatives or by a foreign govern									
	under the laws of a foreign country?						_		( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
73)	Is the Assignee or Transferee directly or indirectly cont	rolled by	anv oth	ner cor	poration o	f which more than on	e-fourth	of		
,	the capital stock is owned of record or voted by aliens,	their rep	resenta	itives,					M	
	thereof, or by any corporation organized under the laws If 'Yes', attach exhibit explaining nature and extent of all				in or contr	ral			( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
	Tres, attach exhanting hadre and extent or a					<u> </u>		<del></del>		
D :	- Overlifte etter Overtions									
Bası	c Qualification Questions									
74)	Has the Assignee or Transferee or any party to this app									
	permit revoked or had any application for an initial, mod permit denied by the Commission?	ittication	or rene	wal or	FCC statio	on authorization, licer	ise, con	struction	( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.									
•75)	Has the Assignee or Transferee or any party to this app	olication	or any	party (	directly or i	ndirectly controlling t	he Assid	inee or		
	Transferee, or any party to this application ever been co							,	( <sup>N</sup> ) <u>Y</u> e	s <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.									
76)	Has any court finally adjudged the Assignee or Transfe							or		
	Transferee guilty of unlawfully monopolizing or attempti indirectly, through control of manufacture or sale of radi							ne .		
	or unfair methods of competition?	io appai	alus, ex	COUSIV	s trainic an	angenient, or any our	ici iricai	.5	( <sup>N</sup> ) <u>Y</u> e:	s <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.									
	Is the Assignee or Transferee, or any party directly or in		controli	ing the	e Assignee	or Transferee currer	ntiy a pa	rty	NT	
	in any pending matter referred to in the preceding two it	tems?			-				( N ) <u>Y</u> e	s <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.									

#### 78) Race, Ethnicity, and Gender of Assignee/Transferee (Optional):

Race:	American Indian or Alaska Native:	Asian:	Black or African- American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

#### Assignor/Transferor Certification Statements

The Assignor or Transferor certifies either (1) that the authorization will not be assigned or that control of the ficonse will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Red. 6293 (1998).									
The Assignor or Transferor certifies that all statements made part of this application, and are true, complete, correct, and me		nd in the exhibits, attachments, or do	cumonts incorporated by reference are material, are						
79) Typed or Printed Name of Party Authorized to Sign									
First Name:		Last Name: Suffix:							
David	P.	Gamble							
80) Tite: - Vice President, External Affa	.irs								
Signature: David A. Malh			81) Date: DEC 1 0 1999						

#### Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.\*
  - If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 5) The Assignee or Transferee certifies that neither II nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

First Name:	MI:	Last Name:		Suffix:
Paul	н.	Kuzia		
83) Title:				
Executive Vice President, Technolo	оду а	and Regulatory Affairs		
Signature:			1	ate: 1 0 1999
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY A Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION L AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).				

# EXHIBIT A PAGING NETWORK OF MICHIGAN, INC. Page 1 of 1

## **CALL SIGN**

**WPBJ817** 

**WPBN995** 

WPCM707

# WPCM740 **WPCN358** WPCP905 **WPDI906** WPDT269 **WPHK936** WPHT864 **WPHU297** WPJV680 WPJM239 WPJM979 **WPIE718** WPCM739 **WPCN357** WPCP904 **WPDI905** WPDR406 WPDT265 **WPFM865 WPFX219** WPGX551 **WPHU261 WPHU293** WPIJ394 WPJV678 WPIA532 **WPHU273 WPIH448** KNNQ537 WPCM738 **WPCN356 WPCP908** WPEA254 WPHJ605 **WPHT486 WPHU281** WPGX547 **WPHU245 WPHU289 WPIA531**

## **CALL SIGN**

WPGX586 WPCM758 **WPCN355 WPCP907** WPDF944 **WPDI908** WPDM263 WPGQ451 **WPHU269 WPHU336 WPHT955 WPHU253 WPIJ396 WPJR593** WPJM234 **WPJM259** WPIE709 **WPCN354 WPCN359** WPCP906 **WPDI907** WPDI976 **WPDK373 WPFN960** WPGD351 WPGD567 **WPHT806 WPHU285** WPHT822 **WPHU277 WPHX326** WPJL681 **WPHJ459 WPHT866 WPHX439** WPJM250 **WPJN508** WPIE708 KNNK458 KNNQ566 KNNT468

WPIJ397 WPKD848

# FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

,	pplication Purpose (Select only  A - Assignment of Authorization  C - Transfer of Control	AM - Amendment WD - Withdrawal					signment or Transfe Assignment or Tra		
2a)	If this request is for an Amendment of on file with the FCC.	or Withdrawal, enter th	e File Number	of the pend	ling application c	urrently	File Number:		
2b)	File numbers of related pending appl	ications currently on fi	e with the FC	D:					
Гуре	of Transaction								
3a)	Is this a pro forma assignment of aut	thorization or transfer of	of control?				( N )	(es <u>N</u> o	
3b)	If the answer to Item 3a is 'yes', is the Commission's forbearance procedure				filed under the		<u>(</u> )	<u>(es N</u> o	
4)	For assignments of authorization only, is this a partition and/or disaggregation? ( )Yes								
5)	Does this filing request a waiver of the Commission's rules? (Y)Yes								
6)	Are attachments being filed with this application? $(Y)$ Yes								
7a)	Does the transaction that is the subjeticenses held by the assignor/transfe or commonly controlled entities) that	ror or affiliates of the a	ssignor/transf	eror (e.g., p	arents, subsidiari	ies,	(Y)	es <u>N</u> o	
7b)	Does the transaction that is the subjeton-wireless licenses that are not income.					d?	( Y ) <u>)</u>	es <u>N</u> o	
rans	action Information				-				
8)	How will the assignment of authorizate	tion or transfer of contr	ol be accompl	ished? Sele	ct One: (S)				
	Sale or other assignment or transfer	of stock	<u>C</u> ourt (	Order					
	Qther (voting trust agreement, manag	gement contract, etc.):							
	If required by applicable rule, attach a agreements, instruments, certified co			trol is to be	assigned or trans	sferred, along with o	copies of any pertine	ent contract	ts,
9)	The assignment of authorization or tra	ansfer of control of lice	ense is:				( <sup>V</sup> ) <u>V</u> oluntary	Involuntary	,
	see/Assignor Information								
(0a)	Taxpayer Identification Number:					10b) SGIN:		<u>-</u>	
11)	First Name (if individual):		MI:	Last Nan	ne:	<u></u>		Suffi	i <b>x</b> :
	Entity Name (if not an individual): ing Network of Sar	n Francisco	, Inc.	L			<del></del>		
	Attention To: .na Comer, Licensin	ng Manager							
	P.O. Box	And		et Address:	m Drive	Suite 60	٠		
6)	City:	/Or	14711	Quoit	17) State:	18)			
	las	<del></del>			TX	752	40		
	Telephone Number: 2) 801-0304			20) FA (972		30			
_ •	E-Mail Address: na_comer@pagenet.c	com		<del></del>					